

EXHIBIT 147

*** HIGHLY CONFIDENTIAL ***

UNITED STATES DISTRICT COURT

EASTERN DISTRICT OF VIRGINIA

-----x

UNITED STATES OF AMERICA, et al.,

Plaintiff,

-against-

Civil Action No.

GOOGLE LLC,

1:23-cv-00108

Defendant.

CAPTION CONTINUED

-----x

VIDEOTAPED STENOGRAPHIC DEPOSITION OF:

EISAR A. LIPKOVITZ - VOLUME II

Friday, November 10, 2023

Washington, D.C.

9:40 a.m. - 5:57 p.m.

HYBRID DEPOSITION

Reported stenographically by:

Richard Germosen, FAPR, CA CSR No. 14391

RDR, CRR, CCR, CRCR, CSR-CA, NYACR, NYRCR

NCRA/NJ/NY/CA Certified Realtime Reporter

NCRA Realtime Systems Administrator

Job No. 2023-905988

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1 more to me, you know, even the reason for the thread
 2 is they have made a change.
 3 What was the status quo? I have no
 4 idea. Payam would know, which actually another
 5 important point, I'd like to go back to previous
 6 question, right, Payam is looking at the world from
 7 a DSP lens, right. So his point about
 8 commoditization was to do with the fact that a lot
 9 of the DSP demand is available on more and more
 10 exchanges. Where networks, because you asked me
 11 earlier about Facebook, for example. Facebook did
 12 not use SSPs, right. So I don't think our position
 13 in GDN was particularly unique, right, in terms of,
 14 you know, not participating in either, some SSPs or
 15 all SSPs. The difference we had is, unlike
 16 Facebook, we had an exchange, they did not, or they
 17 were talking about it, but I don't think they ever
 18 built it, so hopefully it clarifies the previous
 19 point.
 20 Q. And Payam continues: If you look at
 21 what Amazon is doing with AAP, Amazon advertising
 22 platform and header bidding, there will be even more
 23 pressure on the 10 percent. I think SSP margins
 24 will stabilize around 5 percent.
 25 Do you see that?

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1 ATTORNEY ELMER: Object to form.
 2 A. I would paraphrase it. You know, I
 3 have been pushing the team to come up with a
 4 proposal for a while. We discussed it yesterday to
 5 death. So, yes, I -- the purpose of the thread is
 6 to tell people that, you know, if they think that
 7 they have time, I'm not sure they do, right. Here
 8 is an example. That was the purpose of the thread.
 9 Q. If we can turn to the next page
 10 forward ending 535. There is an email from you on
 11 November 4, 2017 at 12:41.
 12 Do you see that?
 13 A. Yes.
 14 Q. And you wrote: Firstly, on the sell
 15 side, we don't need to follow this race to the
 16 bottom. Is that right?
 17 A. Uh-huh.
 18 Q. All right. You weren't concerned
 19 that Google would lose business if it didn't cut its
 20 prices to match the other SSP price cutting?
 21 A. I was very concerned. This is why I
 22 sent the email, but I also made it clear to the team
 23 that we don't have to follow the race to the bottom.
 24 So what I meant by that is, I felt that our margin
 25 SSPs were too high and putting us at risk. We need

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1 A. Sure.
 2 Q. Is AAP an SSP?
 3 A. So that is my understanding, and,
 4 again, I don't even know if it ever got launched and
 5 how far they got, but at the time was Facebook and
 6 Amazon thinking about going there? Yeah.
 7 Q. And Payam is suggesting here that
 8 Amazon's AAP offering would put more downward
 9 pressure on SSP take rates; right?
 10 ATTORNEY ELMER: Object to form.
 11 A. Yes.
 12 Q. And he believes per the next sentence
 13 that the market will force SSP margins down to 5
 14 percent; right?
 15 ATTORNEY ELMER: Object to form.
 16 A. He said let's call it 5 percent, but
 17 sure. I mean, and I think it's an important point
 18 because it's clearly made up numbers based on
 19 opinion that are round numbers, right, so I just
 20 want to be clear there is no science behind it.
 21 That's his opinion.
 22 Q. Right.
 23 And the purpose of this thread was to
 24 discuss whether to respond to the changes in
 25 competitor's take rates; is that fair?

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1 to lower them, which is separate and distinct from
 2 what they should be.
 3 So Payam said 5 percent, which I said
 4 yesterday, I felt that's too low, and I didn't think
 5 that we have to have the cheapest product in the
 6 market, right. So I was trying to clarify my
 7 position, and this is a nuanced topic. So, yes, I
 8 was a big fan of being more competitive, and I did
 9 not like these makeup proposals that I called race
 10 to the bottom, which is why my job was frustrating,
 11 because, you know, everybody is sort of agreeing
 12 with me, but even making ridiculous proposal don't
 13 agree with each other. So this is why it took a
 14 very long time and then I left.
 15 Q. Now, Google didn't respond to
 16 Rubicon's price drop by lowering its AdX take rate;
 17 right?
 18 A. I think there was some changes done
 19 in 2018. They were not specific to Rubicon. You
 20 know, it's this whole narrative that I just
 21 described.
 22 Q. So you believe that Google changed
 23 its take rate on AdX from 20 percent in 2018?
 24 A. Again, it's a document that I need to
 25 review, you know, and I don't remember what was the

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1 Thank you so much for your time. I
2 appreciate it.
3 (Time noted: 5:57 p.m.)
4
5 _____
6 EISAR A. LIPKOVITZ
7 Subscribed and sworn to before me
8 this ____ day of _____ 2023.
9
10 _____
11 Notary Public
12 My Commission Expires:
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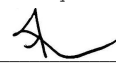
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2 following reasons:
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1 C E R T I F I C A T E
2 I, RICHARD GERMOSEN, Fellow of the
3 Academy of Professional Reporters, stenographic New
4 Jersey Certified Court Reporter, New Jersey Certified
5 Realtime Court Reporter, California Certified
6 Shorthand Reporter, California Certified Realtime
7 Reporter, NCRA Registered Diplomate Reporter, and
8 NCRA Certified Realtime Reporter, do hereby certify:
9 That EISAR A. LIPKOVITZ, the witness
10 whose deposition is hereinbefore set forth, having
11 been duly sworn, and that such deposition is a true
12 record of the testimony of said witness.
13 I further certify that I am not related
14 to any of the parties to this action by blood or
15 marriage, and that I am in no way interested in the
16 outcome of this matter.
17 IN WITNESS WHEREOF, I have hereunto set
18 my hand this 12th day of November 2023.
19 
20 _____
21 RICHARD GERMOSEN,
22 FAPR, RDR, CRR, CCR-NJ, CRCR, CSR-CA, CCRR-CA,
23 NYACR, NYRCR
24 LICENSE NO. 30XI00184700
25 LICENSE NO. 30XR00016800
California CSR No. 14391
California CRR No. 198
24
25